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**UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA  
OAKLAND DIVISION**

THOMAS FERNANDEZ, LORA SMITH	)	Case No. C06-07339 CW
and TOSHA THOMAS, individually and on	)	
behalf of a class of all others similarly	)	
situated,	)	<b>ORDER GRANTING DEFENDANTS</b>
	)	<b>K-M INDUSTRIES HOLDING CO.,</b>
	)	<b>INC., K-M INDUSTRIES HOLDING</b>
Plaintiffs,	)	<b>CO. INC. ESOP PLAN COMMITTEE</b>
v.	)	<b>AND CIG ESOP PLAN</b>
	)	<b>COMMITTEE'S ADMINISTRATIVE</b>
K-M INDUSTRIES HOLDING CO., INC.,	)	<b>MOTION TO FILE DOCUMENTS</b>
<i>et al.</i> ,	)	<b>UNDER SEAL</b>
	)	
Defendants.	)	

Defendants K-M Industries Holding Co. Inc., K-M Industries Holding Co. Inc. ESOP Plan Committee, and CIG ESOP Plan Committee (the “KMH defendants”) have moved for leave to file under seal portions of declarations of and exhibits attached to such declarations submitted in support of their motion for summary judgment. These documents contain information that Defendants have

1 designated as confidential and as to which they assert claims of attorney-client privilege and  
2 confidentiality. The KMH defendants have filed redacted versions of all such declarations and  
3 exhibits.

4 Because the public interest favors filing all court documents in the public record, any party  
5 seeking to file a document under seal must demonstrate good cause to do so.<sup>1</sup> This cannot be  
6 established simply by showing that the document is subject to a protective order, but rather must be  
7 supported by a sworn declaration demonstrating with particularity the need to file each document  
8 under seal. See Local Rule 79-5(a). If good cause exists only to file portions of a particular  
9 document under seal, a redacted version of the document must be filed in the public record. Local  
10 Rule 79-5(c).

11 The KMH defendants have filed a declaration in support of Plaintiffs' request. In the  
12 declaration, said defendants seek the following relief:

13 1. Declaration of Stephen Ferrari: Redaction of portions of paragraphs 7, 8, 10, 11, and 24  
14 based on claims of attorney client privilege and confidentiality of business and accounting records.  
15 Redaction of the entirety of exhibits 2, 3, 4, and 14 based on claims of attorney client privilege and  
16 confidentiality of business and accounting records.

17 2. Declaration of Joseph Cristiano: Redaction of portions of paragraphs 5, 6, 7, 8, and 9  
18 based on claims of attorney client privilege and confidentiality of business and accounting records.  
19 Redaction of the entirety of exhibits 1, 2, and 3 based on claims of attorney client privilege and  
20 confidentiality of business and accounting records.

21 3. Declaration of Dan Stritmatter: Redaction of the entirety of exhibits 3, 5, 6, 7, 8, 9, 12,  
22 \_\_\_\_\_

23 <sup>1</sup> A "compelling interest" standard applies to documents filed in support of or opposition to a  
24 dispositive motion. *Pintos v. Pac. Creditors Ass'n*, 504 F.3d 792, 801-03 (9th Cir. 2007).

1 and 13 based on claims of attorney client privilege and confidentiality of business and accounting  
2 records.

3 4. Declaration of Peter M. Cazzolla: Redaction of portions of paragraphs 6 and 9 based on  
4 claims of confidentiality of business and accounting records.

5 The KMH defendants have established that the information in these declarations and  
6 exhibits, is, in part, subject to the attorney-client privilege as to persons other than the ESOP Plan  
7 beneficiaries who are acting as plaintiffs in this matter and, in part, comprises sensitive financial  
8 information. They have demonstrated a compelling interest to justify filing such information under  
9 seal.

10 Accordingly, the KMH defendants' motion for leave to file under seal is GRANTED. The  
11 clerk shall file under seal the Declaration of Stephen Ferrari with portions of paragraphs 7, 8, 10, 11,  
12 and 24 redacted in part and Exhibits 2, 3, 4, and 14 redacted in their entirety; the Declaration of  
13 Joseph Cristiano with paragraphs 5, 6, 7, 8, and 9 redacted in part and Exhibits 1, 2 and 3 redacted in  
14 their entirety; Exhibits 3, 5, 6, 7, 8, 9, 12, and 13 to the Declaration of Dan Stritmatter redacted in  
15 their entirety; and the Declaration of Peter M. Cazzolla with portions of paragraphs 6 and 9 redacted  
16 in part.

17 IT IS SO ORDERED.

18  
19 7/3/08

20 Dated: \_\_\_\_\_



\_\_\_\_\_  
Hon. Claudia Wilken  
United States District Judge  
Northern District of California